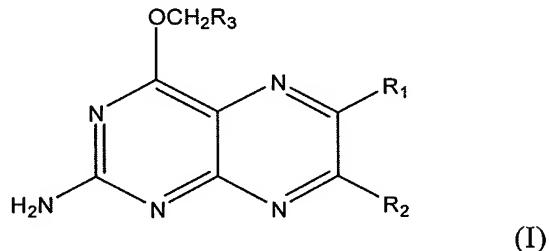


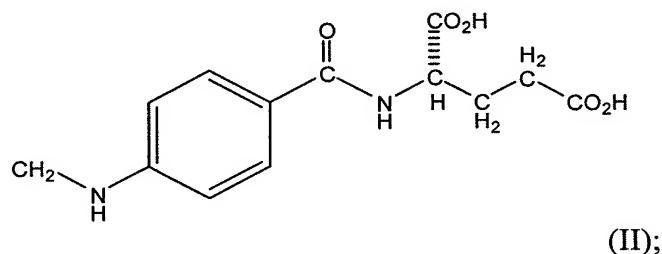
*AMENDMENTS TO THE CLAIMS*

This listing of claims replaces all prior versions, and listings, of claims in the application.

1. (Previously Presented) A compound of formula (I):



wherein R<sub>1</sub> and R<sub>2</sub> are independently selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, carboxyl, formyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, C<sub>1</sub>-C<sub>6</sub> carboxyalkyl, C<sub>1</sub>-C<sub>6</sub> formyl alkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, acyloxy, acyloxy C<sub>1</sub>-C<sub>6</sub> alkyl, halo, hydroxy, aryl, amino, monoalkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, dialkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, acylamino, C<sub>1</sub>-C<sub>6</sub> alkyl substituted aryl, nitro, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, and a group of formula (II):



R<sub>3</sub> is (a) phenyl; (b) a cyclic group having at least one 5 or 6-membered heterocyclic ring, optionally with a carbocyclic or heterocyclic ring fused thereto, wherein each heterocyclic ring has at least one hetero atom chosen from O, N, or S; or (c) a phenyl group or a cyclic group, said cyclic group optionally with a carbocyclic or heterocyclic ring fused thereto, which is substituted with 1 to 5 substituents selected from the group consisting of halogen, hydroxy, aryl, C<sub>1</sub>-C<sub>6</sub> alkyl substituted aryl, nitro, polycyclic aryl alkyl containing 2 to 4 aromatic rings wherein the alkyl is a C<sub>1</sub>-C<sub>6</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, C<sub>1</sub>-C<sub>6</sub> alkoxy C<sub>1</sub>-C<sub>6</sub> alkyl, aryloxy, acyloxy, acyloxy C<sub>1</sub>-C<sub>6</sub> alkyl, amino, monoalkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, dialkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, acylamino, ureido, thioureido, carboxy, carboxy C<sub>1</sub>-C<sub>6</sub> alkyl, azido, cyano,

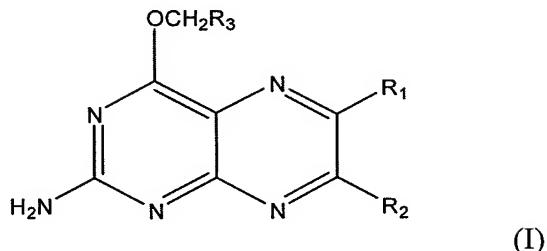
cyano C<sub>1</sub>-C<sub>6</sub> alkyl, formyl, acyl, dialkoxy alkyl wherein the alkoxy and alkyl are independently C<sub>1</sub>-C<sub>6</sub>, aminoalkyl wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, and SO<sub>n</sub>R' wherein n=0, 1, 2 or 3, R' is H, a C<sub>1</sub>-C<sub>6</sub> alkyl or aryl; or a pharmaceutically acceptable salt thereof; with the provisos that (1) R<sub>1</sub> and R<sub>2</sub> are not simultaneously hydrogen; (2) when R<sub>3</sub> is unsubstituted phenyl, R<sub>1</sub> and R<sub>2</sub> are not simultaneously methyl; and (3) when R<sub>1</sub> or R<sub>2</sub> is alkyl, R<sub>3</sub> is not a phenyl group substituted with a halogen or a cyclic group having at least one 5-membered heterocyclic ring substituted with a halogen.

2. (Previously Presented) The compound of claim 1, wherein R<sub>3</sub> is phenyl or a phenyl group substituted with 1 to 5 substituents selected from the group consisting of halo, hydroxy, aryl, C<sub>1</sub>-C<sub>6</sub> alkyl substituted aryl, nitro, polycyclic aryl alkyl containing 2 to 4 aromatic rings wherein the alkyl is a C<sub>1</sub>-C<sub>6</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, C<sub>1</sub>-C<sub>6</sub> alkoxy C<sub>1</sub>-C<sub>6</sub> alkyl, aryloxy, acyloxy, acyloxy C<sub>1</sub>-C<sub>6</sub> alkyl, amino, monoalkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, dialkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, acylamino, ureido, thioureido, carboxy, carboxy C<sub>1</sub>-C<sub>6</sub> alkyl, azido, cyano, cyano C<sub>1</sub>-C<sub>6</sub> alkyl, formyl, acyl, dialkoxy alkyl wherein the alkoxy and alkyl are independently C<sub>1</sub>-C<sub>6</sub>, aminoalkyl wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, and SO<sub>n</sub>R' wherein n=0, 1, 2 or 3, R' is H, a C<sub>1</sub>-C<sub>6</sub> alkyl or aryl; or a pharmaceutically acceptable salt thereof.

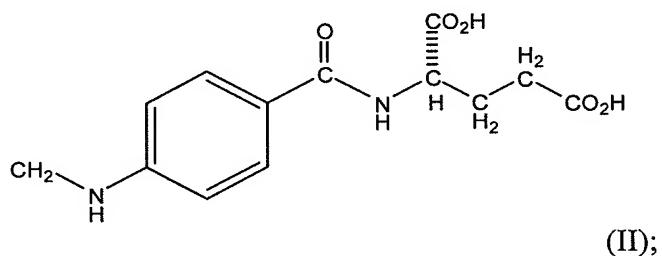
3. (Original) The compound of claim 2, wherein R<sub>1</sub> is selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, carboxyl, formyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, C<sub>1</sub>-C<sub>6</sub> carboxyalkyl, C<sub>1</sub>-C<sub>6</sub> formyl alkyl, and a group of formula (II) and R<sub>2</sub> is hydrogen or C<sub>1</sub>-C<sub>6</sub> alkyl; and R<sub>3</sub> is phenyl; or a pharmaceutically acceptable salt thereof.

4. (Original) The compound of claim 3, wherein R<sub>1</sub> is selected from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, carboxyl, formyl, and a group of formula (II) and R<sub>2</sub> is hydrogen or C<sub>1</sub>-C<sub>6</sub> alkyl; or a pharmaceutically acceptable salt thereof.

5. (Previously Presented) A compound of formula (I):



wherein R<sub>1</sub> is hydroxymethyl, carboxyl, formyl, or a group of formula (II):



R<sub>2</sub> is hydrogen;

and R<sub>3</sub> is phenyl or a phenyl group substituted with 1 to 5 substituents selected from the group consisting of halo, hydroxy, aryl, C<sub>1</sub>-C<sub>6</sub> alkyl substituted aryl, nitro, polycyclic aryl alkyl containing 2 to 4 aromatic rings wherein the alkyl is a C<sub>1</sub>-C<sub>6</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, C<sub>1</sub>-C<sub>6</sub> alkoxycarbonyl, C<sub>1</sub>-C<sub>6</sub> alkyl, aryloxy, acyloxy, acyloxy C<sub>1</sub>-C<sub>6</sub> alkyl, amino, monoalkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, dialkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, acylamino, ureido, thioureido, carboxy, carboxy C<sub>1</sub>-C<sub>6</sub> alkyl, azido, cyano, cyano C<sub>1</sub>-C<sub>6</sub> alkyl, formyl, acyl, dialkoxy alkyl wherein the alkoxy and alkyl are independently C<sub>1</sub>-C<sub>6</sub>, aminoalkyl wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, and SO<sub>n</sub>R'

wherein n=0, 1, 2 or 3, R' is H, a C<sub>1</sub>-C<sub>6</sub> alkyl or aryl;

or a pharmaceutically acceptable salt thereof.

6. (Original) The compound of claim 5, wherein R<sub>1</sub> is hydroxymethyl; or a pharmaceutically acceptable salt thereof.

7. (Original) The compound of claim 5, wherein R<sub>1</sub> is carboxyl; or a pharmaceutically acceptable salt thereof.

8. (Original) The compound of claim 5, wherein R<sub>1</sub> is formyl; or a pharmaceutically acceptable salt thereof.

9. (Original) The compound of claim 5, wherein R<sub>1</sub> is a group of formula (II); or a pharmaceutically acceptable salt thereof.

10. (Previously Presented) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound or a pharmaceutically acceptable salt of claim 1.

11. (Original) The pharmaceutical composition of claim 10, further including an antineoplastic alkylating agent.

12. (Previously Presented) The pharmaceutical composition of claim 10, wherein the pharmaceutically acceptable carrier is polyethylene glycol.

13. (Previously Presented) The pharmaceutical composition of claim 11, wherein the antineoplastic alkylating agent is a chloroethylating agent.

14. (Previously Presented) The pharmaceutical composition of claim 11, wherein the antineoplastic alkylating agent is a methylating agent.

15. (Previously Presented) The pharmaceutical composition of claim 11, wherein the antineoplastic alkylating agent is selected from the group consisting of lomustine, carmustine, semustine, nimustine, fotomustine, mitozolomide, clomesone, temozolomide, dacarbazine, procarbazine, streptozocin, and combinations thereof.

16. (Currently Amended) A method of enhancing the chemotherapeutic treatment of tumor cells in a mammal with an antineoplastic alkylating agent that causes cytotoxic lesions at the O<sup>6</sup> -position of guanine,DNA guanine residues, which method comprises administering to the mammal an effective amount of a compound or a pharmaceutically acceptable salt of

claim 1 and administering to the mammal an effective amount of an antineoplastic alkylating agent which causes cytotoxic lesions at the  $O^6$ -position of guanine.

17. (Original) The method of claim 16, wherein  $R_3$  is phenyl or a phenyl group substituted with 1 to 5 substituents selected from the group consisting of halo, hydroxy, aryl,  $C_1$ - $C_6$  alkyl substituted aryl, nitro, polycyclic aryl alkyl containing 2 to 4 aromatic rings wherein the alkyl is a  $C_1$ - $C_6$ ,  $C_3$ - $C_8$  cycloalkyl,  $C_2$ - $C_6$  alkenyl,  $C_2$ - $C_6$  alkynyl,  $C_1$ - $C_6$  hydroxyalkyl,  $C_1$ - $C_6$  alkoxy,  $C_1$ - $C_6$  alkoxy  $C_1$ - $C_6$  alkyl, aryloxy, acyloxy, acyloxy  $C_1$ - $C_6$  alkyl, amino, monoalkylamino wherein the alkyl is  $C_1$ - $C_6$ , dialkylamino wherein the alkyl is  $C_1$ - $C_6$ , acylamino, ureido, thioureido, carboxy, carboxy  $C_1$ - $C_6$  alkyl, azido, cyano, cyano  $C_1$ - $C_6$  alkyl, formyl, acyl, dialkoxy alkyl wherein the alkoxy and alkyl are independently  $C_1$ - $C_6$ , aminoalkyl wherein the alkyl is  $C_1$ - $C_6$ , and  $SO_nR'$  wherein  $n=0, 1, 2$  or  $3$ ,  $R'$  is H, a  $C_1$ - $C_6$  alkyl or aryl; or a pharmaceutically acceptable salt thereof.

18-30. (Canceled)

31. (Currently Amended) A method for treating tumor cells in a mammal comprising administering to the mammal an amount effective to reduce the  $O^6$ -alkylguanine-DNA alkyltransferase activity in the mammal of a compound or a pharmaceutically acceptable salt of claim 1 and administering to the mammal an effective amount of an antineoplastic alkylating agent which causes cytotoxic lesions at the  $O^6$ -position of guanine.DNA guanine residues.

32. (Original) The method of claim 31, wherein  $R_3$  is phenyl or a phenyl group substituted with 1 to 5 substituents selected from the group consisting of halo, hydroxy, aryl,  $C_1$ - $C_6$  alkyl substituted aryl, nitro, polycyclic aryl alkyl containing 2 to 4 aromatic rings wherein the alkyl is a  $C_1$ - $C_6$ ,  $C_3$ - $C_8$  cycloalkyl,  $C_2$ - $C_6$  alkenyl,  $C_2$ - $C_6$  alkynyl,  $C_1$ - $C_6$  hydroxyalkyl,  $C_1$ - $C_6$  alkoxy,  $C_1$ - $C_6$  alkoxy  $C_1$ - $C_6$  alkyl, aryloxy, acyloxy, acyloxy  $C_1$ - $C_6$  alkyl, amino, monoalkylamino wherein the alkyl is  $C_1$ - $C_6$ , dialkylamino wherein the alkyl is  $C_1$ - $C_6$ , acylamino, ureido, thioureido, carboxy, carboxy  $C_1$ - $C_6$  alkyl, azido, cyano, cyano  $C_1$ - $C_6$  alkyl, formyl, acyl, dialkoxy alkyl wherein the alkoxy and alkyl are independently  $C_1$ - $C_6$ , aminoalkyl wherein the alkyl is  $C_1$ - $C_6$ , and  $SO_nR'$  wherein  $n=0, 1, 2$  or  $3$ ,  $R'$  is H, a  $C_1$ - $C_6$  alkyl or aryl; or a pharmaceutically acceptable salt thereof.

C<sub>1</sub>-C<sub>6</sub>, aminoalkyl wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, and SO<sub>n</sub>R' wherein n=0, 1, 2 or 3, R' is H, a C<sub>1</sub>-C<sub>6</sub> alkyl or aryl; or a pharmaceutically acceptable salt thereof.

33-39. (Canceled)

40. (Currently Amended) A method of inhibiting the reaction of O<sup>6</sup> -alkylguanine-DNA-alkyltransferase with an alkylated DNA comprising reacting *in vitro* the O<sup>6</sup> -alkylguanine-DNA-alkyltransferase with the compound of claim 1 or a pharmaceutically acceptable salt thereof.

41. (Original) The method of claim 40, wherein R<sub>3</sub> is phenyl or a phenyl group substituted with 1 to 5 substituents selected from the group consisting of halo, hydroxy, aryl, C<sub>1</sub>-C<sub>6</sub> alkyl substituted aryl, nitro, polycyclic aryl alkyl containing 2 to 4 aromatic rings wherein the alkyl is a C<sub>1</sub>-C<sub>6</sub>, C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, C<sub>1</sub>-C<sub>6</sub> hydroxyalkyl, C<sub>1</sub>-C<sub>6</sub> alkoxy, C<sub>1</sub>-C<sub>6</sub> alkoxy C<sub>1</sub>-C<sub>6</sub> alkyl, aryloxy, acyloxy, acyloxy C<sub>1</sub>-C<sub>6</sub> alkyl, amino, monoalkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, dialkylamino wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, acylamino, ureido, thioureido, carboxy, carboxy C<sub>1</sub>-C<sub>6</sub> alkyl, azido, cyano, cyano C<sub>1</sub>-C<sub>6</sub> alkyl, formyl, acyl, dialkoxy alkyl wherein the alkoxy and alkyl are independently C<sub>1</sub>-C<sub>6</sub>, aminoalkyl wherein the alkyl is C<sub>1</sub>-C<sub>6</sub>, and SO<sub>n</sub>R' wherein n=0, 1, 2 or 3, R' is H, a C<sub>1</sub>-C<sub>6</sub> alkyl or aryl; or a pharmaceutically acceptable salt thereof.

42-48. (Canceled)

49. (Previously Presented) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound or a pharmaceutically acceptable salt of claim 5.

50. (Previously Presented) The pharmaceutical composition of claim 49, further including an antineoplastic alkylating agent.

51. (Previously Presented) The pharmaceutical composition of claim 49, wherein the pharmaceutically acceptable carrier is polyethylene glycol.

52. (Previously Presented) The pharmaceutical composition of claim 50, wherein the antineoplastic alkylating agent is a chloroethylating agent.

53. (Previously Presented) The pharmaceutical composition of claim 50, wherein the antineoplastic alkylating agent is a methylating agent.

54. (Previously Presented) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound or a pharmaceutically acceptable salt of claim 9.

55. (Previously Presented) The pharmaceutical composition of claim 54, further including an antineoplastic alkylating agent.

56. (Previously Presented) The pharmaceutical composition of claim 54, wherein the pharmaceutically acceptable carrier is polyethylene glycol.

57. (Previously Presented) The pharmaceutical composition of claim 55, wherein the antineoplastic alkylating agent is a chloroethylating agent.

58. (Previously Presented) The pharmaceutical composition of claim 55, wherein the antineoplastic alkylating agent is a methylating agent.

59. (Currently Amended) A method of enhancing the chemotherapeutic treatment of tumor cells in a mammal with an antineoplastic alkylating agent that causes cytotoxic lesions at the  $O^6$  -position of guanine,DNA guanine residues, which method comprises administering to the mammal an effective amount of a compound or a pharmaceutically acceptable salt of claim 5.

60. (Currently Amended) A method for treating tumor cells in a mammal comprising administering to the mammal an amount effective to reduce the  $O^6$ -alkylguanine-DNA alkyltransferase activity in the mammal of a compound or a pharmaceutically acceptable salt

of claim 5 and administering to the mammal an effective amount of an antineoplastic alkylating agent which causes cytotoxic lesions at the  $O^6$ -position of guanine,DNA guanine residues.

61. (Currently Amended) A method of inhibiting the reaction of  $O^6$ -alkylguanine-DNA-alkyltransferase with an alkylated DNA comprising reacting *in vitro* the  $O^6$ -alkylguanine-DNA-alkyltransferase with the compound of claim 5 or a pharmaceutically acceptable salt thereof.

62. (Currently Amended) A method of enhancing the chemotherapeutic treatment of tumor cells in a mammal with an antineoplastic alkylating agent that causes cytotoxic lesions at the  $O^6$ -position of guanine,DNA guanine residues, which method comprises administering to the mammal an effective amount of a compound or a pharmaceutically acceptable salt of claim 9.

63. (Currently Amended) A method for treating tumor cells in a mammal comprising administering to the mammal an amount effective to reduce the  $O^6$ -alkylguanine-DNA alkyltransferase activity in the mammal of a compound or a pharmaceutically acceptable salt of claim 9 and administering to the mammal an effective amount of an antineoplastic alkylating agent which causes cytotoxic lesions at the  $O^6$ -position of guanine,DNA guanine residues.

64. (Currently Amended) A method of inhibiting the reaction of  $O^6$ -alkylguanine-DNA-alkyltransferase with an alkylated DNA comprising reacting *in vitro* the  $O^6$ -alkylguanine-DNA-alkyltransferase with the compound of claim 9 or a pharmaceutically acceptable salt thereof.